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FCC/MELLON SEP 30 2004

September 30, 2004

**VIA COURIER**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Wireline Competition Bureau – CPD – 214 Appls.  
P.O. Box 358145  
Pittsburgh, PA 15251-5145

Re: Application of S-ONE Communications, Inc., Transferee, and Gillette Global Network, Inc. d/b/a Eureka Networks, Transferor, for International and Domestic Section 214 Authority to Transfer Certain Assets

Dear Ms. Dortch:

On behalf of Gillette Global Network, Inc. d/b/a Eureka Networks (“Eureka”), and S-ONE Communications, Inc. (“S-ONE,” together with Eureka, “Applicants”), please find the above referenced application for Section 214 authority for Eureka to transfer to S-ONE certain assets that comprise Eureka’s domestic and international private line data and voice circuit business, including certain commercial customer accounts associated with those assets. The proposed asset transfer involves neither a transfer of control of Eureka nor an assignment of Eureka’s international Section 214 authorization.

Payment of the \$895.00 filing fee required for this application under of Section 1.1107 of the Commission’s rules has been made via credit card. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided.

Pursuant to Section 63.04(b) of the Commission’s rules, Applicants submit this filing as a combined international section 214 transfer of control application and domestic section 214 transfer of control application (“Combined Application”). Applicants are simultaneously filing the Combined Application with the International Bureau, in accordance with the Commission’s rules.

Ms. Marlene H. Dortch, Secretary  
September 30, 2004  
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Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Troy F. Tanner  
Grace R. Chiu

Counsel for Gillette Global Network, Inc.  
d/b/a Eureka Networks

Enclosure

cc via email:

Bill Dever (WCB)  
Tracey Wilson (WCB)  
Richard A. Simeone (S-ONE)  
Adam Lewis (Eureka)

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of the Application of

**S-ONE COMMUNICATIONS, INC.,**  
Transferee,

and

**GILLETTE GLOBAL NETWORK, INC.**  
**d/b/a EUREKA NETWORKS,**  
Transferor,

For International and Domestic Section 214  
Authority To Transfer Certain Assets

File No. ITC-T/C-2004\_\_\_\_\_

WC Docket No. 04-\_\_\_\_\_

**I. INTRODUCTION**

S-ONE Communications, Inc. ("S-ONE" or "Transferee") and Gillette Global Network, Inc. d/b/a Eureka Networks ("Eureka") (S-ONE and Eureka, together, "Applicants"), by the undersigned counsel, hereby request authority pursuant to Section 214 of the Communications Act of 1934, as amended,<sup>1</sup> and Sections 63.04(b) and 63.24(e) of the Commission's rules,<sup>2</sup> for Eureka to transfer to S-ONE certain telecommunications assets that comprise Eureka's domestic and international private line data and voice circuit business (the "Eureka Assets"), including certain commercial customer accounts associated with those assets. The proposed asset transfer involves neither a transfer of control of Eureka nor an assignment of Eureka's international Section 214 authorization.

Eureka offers businesses in the New York metropolitan area a single source for voice communications services, high-speed Internet, dedicated private lines, managed security services

<sup>1</sup> 47 U.S.C. § 214.

<sup>2</sup> 47 C.F.R. §§ 63.04(b), 63.24(e).

and data networking solutions. Among other things, Eureka operates a private line data and voice circuit business in which circuits are utilized by customers that engage in financial trading, energy trading and securities brokerage services. S-ONE is a recently formed company, which plans to acquire the Eureka Assets in order to continue to offer the same private line data and voice services that are currently provided by Eureka to certain trading and brokerage company customers.

## **II. INFORMATION REQUIRED UNDER SECTIONS 63.04(b) AND 63.24(e)**

In support of this Application, Applicants submit the following information pursuant to Sections 63.04(b) and 63.24(e) of the Commission's rules.<sup>3</sup>

### **A. Information Required By Section 63.18(a) through (d), and (h) through (p):**

(1) 63.18(a) -- Name, address and telephone number of each applicant.

Transferee:	S-ONE Communications, Inc. 350 Madison Avenue 6th Floor New York, NY 10017 Tel: (917) 331-5043 Fax: (212) 404-5199	FRN: 0011106853
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Transferor:	Gillette Global Network, Inc. d/b/a Eureka Networks 39 Broadway, 19th Floor New York, NY 10006 Tel: (212) 404-5179 Fax: (212) 208-2962	FRN: 0003753852
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(2) 63.18(b) -- State of organization.

Transferee: S-ONE is organized under the laws of the State of Delaware.

Transferor: Eureka is organized under the laws of the State of New York.

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<sup>3</sup> 47 C.F.R. §§ 63.04(b), 63.24(e).

(3) 63.18(c) -- Contact person for this Application.

Correspondence and communications concerning this Application should be directed to the following:

For Transferee:

Richard A. Simeone  
S-ONE Communications, Inc.  
350 Madison Avenue  
6th Floor  
New York, NY 10017  
Tel: (917) 331-5043  
Fax: (212) 404-5199  
Email: [r.simeone@s1communication.com](mailto:r.simeone@s1communication.com)

For Transferor:

Troy F. Tanner  
Grace R. Chiu  
Swidler Berlin Shereff Friedman, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007-5116  
Tel: (202) 424-7500  
Fax: (202) 424-7647  
Email: [TFTanner@swidlaw.com](mailto:TFTanner@swidlaw.com)  
[GRChiu@swidlaw.com](mailto:GRChiu@swidlaw.com)

with a copy to:

Adam Lewis  
Gillette Global Networks d/b/a Eureka Networks  
39 Broadway, 19th Floor  
New York, NY 10006  
Tel: (212) 404-5179  
Fax: (212) 208-2962  
Email: [Adam.Lewis@eurekanetworks.net](mailto:Adam.Lewis@eurekanetworks.net)

(4) 63.18(d) – International Section 214 Authorizations.

Transferee: S-ONE does not hold international Section 214 authority.

Transferor: Eureka is authorized to provide international switched resale services pursuant to an international Section 214 authorization granted by the Commission in File No. ITC-214-19951226-00060 (formerly, ITC-96-029, Rep. No. I-8155 (effect. Mar. 11, 1996)).

(5) 63.18(h) -- Ownership of Transferee.

The following persons and entities directly or indirectly own ten percent (10%) or more of the equity of Transferee:

Name:	Richard A. Simeone
Address:	350 Madison Avenue 6th Floor New York, NY 10017
Citizenship:	U.S.
Percentage Owned:	100%
Principal Business:	Telecommunications

- (6) 63.18(i) – Foreign Affiliations. S-ONE certifies that it is not, and is not affiliated with, a foreign carrier.
- (7) 63.18(j) – S-ONE certifies that it does not seek to provide international telecommunications services to any destination country for which any of the statements set forth in paragraphs (j)(1)-(4) of Section 63.18 of the Commission's rules is true.
- (8) Section 63.18(k) is not applicable.
- (9) Section 63.18(l) is not applicable.
- (10) Section 63.18(m) is not applicable.
- (11) 63.18(n) – No special concessions. S-ONE certifies that it has not agreed to accept special concessions, as defined in Section 63.14(b) of the Commission's rules, directly or indirectly, from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route, and will not enter into such agreements in the future.
- (12) 63.18(o) – Certification. S-ONE certifies pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301.

- (13) 63.18(p) – Streamlined processing. Applicants submit that this Application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's rules because S-ONE is not affiliated with either a foreign carrier or a dominant U.S. carrier whose international switched or private line services S-ONE seeks authority to resell, and S-ONE does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of such services over private lines.

**B. Information Required By Section 63.04(b)**

Attached hereto as **Attachment 1** is the additional information required under paragraphs (a)(6) through (a)(12) of Section 63.04 of the Commission's rules.

**III. CONCLUSION**

Wherefore, for the reasons stated herein, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by grant of this Application for international and domestic Section 214 authority for Eureka to transfer to S-ONE the private line assets and customer accounts described herein.

Respectfully submitted,



Troy F. Tanner  
Grace R. Chiu  
SWIDLER BERLIN SHEREFF FRIEDMAN, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007  
Tel: (202) 424-7500  
Fax: (202) 424-7645

Counsel to  
**GILLETTE GLOBAL NETWORK, INC.**  
d/b/a Eureka Networks

Richard A. Simeone  
S-ONE Communications, Inc.  
350 Madison Ave  
6<sup>th</sup> Floor  
New York, NY 10017

Dated: September 30, 2004

## **LIST OF ATTACHMENTS**

**ATTACHMENT 1      Additional Information Required under Section 63.04(a)(6)  
through (a)(12)**

**CERTIFICATION OF TRANSFEREE**

**CERTIFICATION OF TRANSFEROR**



## **ATTACHMENT 1**

### **Additional Information Required under Section 63.04(a)(6) through (a)(12) For a Domestic Section 214 Asset Transfer Application**

**(a)(6) Description of the transaction.**

Applicants request Commission approval for Eureka to transfer to S-ONE certain domestic interstate private line data and voice circuits that are utilized by customers that engage in financial trading, energy trading and securities brokerage services and the commercial customer accounts associated with those circuits.

To ensure a seamless transition, affected Eureka customers will be given not less than 30 days prior written notice of the proposed transfer, and Applicants will file with the FCC the notice and certification required by Section 64.1120(e) of the Commission's rules.

**(a)(7) Description of geographic areas served by Applicants and their affiliates.**

Transferee: S-ONE does not currently offer service in any geographic markets. S-ONE proposes to offer domestic interstate private line data and voice communications services primarily in New York, New Jersey, Connecticut, Massachusetts, and Pennsylvania.

Transferor: Eureka provides domestic interstate private line data and voice communications services primarily in New York, New Jersey, Connecticut, Massachusetts, and Pennsylvania.

**(a)(8) Streamlined Treatment.**

Applicants respectfully submit this Application qualifies for streamlined treatment because none of the applicants is dominant with respect to any service and the market presence of Transferee following the transfer of assets will be less than 10 percent. Consequently, the proposed asset transfer has no potential to result in harm to the public interest.

(a)(9) Related Applications.

Other than the international Section 214 portion of this Application, no other FCC applications relate to the transaction that is the subject of this Application.

(a)(10) Special Consideration.

Applicants anticipate that the asset transfer described herein will take place on or about November 15, 2004, and therefore respectfully request that this Application be placed on public notice no later than October 6, 2004.

Applicants are not requesting special consideration of this Application because any is facing imminent business failure.

(a)(11) Waiver Requests.

No waiver requests have been filed in conjunction with this transaction.

(a)(12) Statement of Public Interest.

Grant of this Application will serve the public interest, convenience and necessity by promoting competition among telecommunications carriers. Specifically, approval of the proposed asset transfer will enable S-ONE to concentrate its resources and expertise on providing domestic interstate private line services tailored to meet the communications services needs of commercial trading and brokerage customers in various markets. These enhancements will inure directly to the benefit of affected customers of Eureka and as well as indirectly to consumers generally in the telecommunications marketplace.

As discussed above, the affected Eureka customers will be given prior written notice of the transfer of their account to S-ONE, in compliance with the FCC's customer notice rules. Following the transfer, the customers will continue to receive services which will be consistent with the quality of services currently provided by Eureka and which will be supported by S-ONE's experienced and well-qualified management team. As a result, the proposed transfer will be virtually transparent to the customers in terms of the rates and terms and conditions of service that these customers currently receive. The public interest therefore will be served by approval of this Application.

## CERTIFICATION

I, Richard A. Simeone, President of S-One Communications, Inc. ("S-One"), hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of S-One, the Transferee in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferee is true and accurate to the best of my knowledge, and that the Transferee is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.



Richard A. Simeone  
President  
S-ONE COMMUNICATIONS, INC.

Date: September 29, 2004

## CERTIFICATION

I, Jeffrey Ginsberg, Chairman of Eureka Broadband Corporation, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of its wholly owned subsidiary, Gillette Global Network, Inc. d/b/a Eureka Network, the Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferor is true and accurate to the best of my knowledge, and that the Transferor is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.



Jeffrey Ginsberg  
Chairman  
EUREKA BROADBAND CORPORATION

Date: September 29, 2004